

WALLER LANSDEN DORTCH & DAVIS

A PROFESSIONAL LIMITED LIABILITY COMPANY

NASHVILLE CITY CENTER
511 UNION STREET, SUITE 2100
POST OFFICE BOX 198966
NASHVILLE, TENNESSEE 37219-8966

(615) 244-6380

REC'D TN

REGULATORY AUTH.

29 AUG 2 AM 11 56

OFFICE OF THE
EXECUTIVE SECRETARY
802 SOUTH MAIN STREET
P.O. BOX 1035
COLUMBIA, TN 38402-1035
(931) 388-6031

FACSIMILE
(615) 244-6804

D Billye Sanders
(615) 252-2451
bsanders@wallerlaw.com

August 2, 1999

Via Hand-Delivery

K. David Waddell
Executive Director
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37219

Re: Application for a Certificate of Convenience and Necessity to
Provide Local Exchange, Exchange Access and Interexchange
Telecommunication Services throughout the State of Tennessee;
Docket No. 98-00597;

Updated Information and Proposed Pre-Hearing Conference
Order

Dear Mr. Waddell:

Enclosed are the original and thirteen copies of the biographical information on Chris Nickels who replaced Alan W. Sieg as Senior System Engineer. This information should be included in Exhibit 3 of the Application in substitution for the information on Alan Sieg.

On Page 6 of Mike Davis' pre-filed testimony, he makes reference to Mr. Ted Stevens who works with Operations Support for NACI. Mr. Stevens has been replaced by Joyce Waters. The biographical information on Ms. Waters is attached (original and 13 copies).

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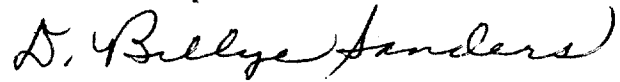
K. David Waddell

August 2, 1999

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Finally, I have enclosed the original and thirteen copies of the proposed Pre-hearing Conference Order which we prepared at the direction of the Chairman.

Sincerely,

A handwritten signature in cursive script that reads "D. Billye Sanders".

D. Billye Sanders

DBS:lmb

w/Enclosures

cc: Cathy J. Davis, President
Katherine A. Rolph, Esq.
Henry Walker, Esq.

Chris Nickels

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Chris is currently Senior System Engineer for NetAccess, Inc. He is responsible for the operation of a multi-state data network and is currently involved in a year long in house training course with NACI on advanced telecommunications. JUN 2 1996 11 56
THE
EXECUTIVE SECRETARY

Education:

Chris graduated from W.N. Neff Center with a certification in electrical engineering. He is a graduate of Holston High School in Washington County, Virginia.

Experience:

Chris has been employed by Bailey Computing in the Tri Cities area and operated his own business, Computers Doctors, for over 2 years. Chris is considered one of the leading networking specialists in the area.

Chris is licensed by the FCC for Wireless Radio Services (FCC-900).

Joyce Waters

Joyce Waters is currently Telco Order Specialist with NetAccess, Inc. She graduated from John Battle High School, Bristol, Virginia. Mrs. Waters' work history includes office manager in charge of collections for Mr. Cash (a collection agency), Bristol, Tennessee and auditor for Martha Washington Inn, Abingdon, Virginia. Mrs. Waters has attended Bailey Computers Training Centers, Johnson City, Tennessee and has received numerous certificates for completion of computer classes. Mrs. Waters has received extensive in-house training on the Sprint IRES, Bell Atlantic GUI and Bell South systems and currently supervises all orders for Sprint, Bell Atlantic, Bell South, and GTE for NA Communications, Inc. and NetAccess, Inc.

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

In the Matter of the Application of)
)
NA Communications, Inc.)
)
for a Certificate of Convenience)
and Necessity to Provide Local Exchange,)
Exchange Access, and Interexchange)
Telecommunications Services)
Throughout the State of Tennessee)

Docket No. 98-00597

**PRE-HEARING CONFERENCE ORDER DENYING MOTION IN
LIMINE AND RE-SCHEDULING HEARING**

This matter came before the Tennessee Regulatory Authority ("Authority") at a Pre-Hearing Conference held on July 27, 1999. This Pre-Hearing Conference was set pursuant to the Motion in Limine filed by NA Communications, Inc. ("NACI" or "Applicant") which requested that a Pre-Hearing Conference *en banc* be held in order for the Directors to decide the Motion in Limine prior to the hearing on the application which was scheduled for July 28, 1999. NACI had also filed a Motion to Request a Minor Re-Scheduling of its hearing, which would have moved the hearing from 9:00 a.m. on July 28 to 10:30 a.m. on July 28.

On July 26, 1999, one day prior to the Pre-Hearing Conference and two days prior to the scheduled hearing, a Petition for Intervention was filed on behalf of PV Tel of Tennessee ("PV Tel"). NACI requested that this Petition be taken up first at the Pre-Hearing Conference. Counsel for NACI argued that PV Tel's Petition to Intervene should be denied because it was not

timely filed pursuant to T.C.A. § 4-5-310 (a) and that the interests of justice would not be served by allowing the intervention because PV Tel had notice of the application since at least October of 1998 in as much as an officer of PV Tel had communicated with the TRA Staff regarding the application. Further, the TRA Staff had asked such officer of PV Tel if he wanted to intervene and he declined to do so. NACI further argued that PV Tel could have intervened in a timely manner, but gave no reason why the Petition for Intervention was not timely filed so as to warrant granting this Petition in the Directors' discretion under T.C.A. § 4-5-310 (b).

Counsel for PV Tel argued that the Directors should grant the intervention in their discretion under T.C.A. § 4-5-310 (b) because the prompt and orderly conduct of the proceedings would not be impaired since PV Tel does not wish to delay the hearing by presenting witnesses or other evidence, but only wishes to be allowed to cross examine NACI's witnesses. Notwithstanding NACI's objection, the Directors granted the Petition to Intervene and limited PV Tel's participation to cross examination. The Authority indicated a separate order would be issued granting the intervention.

The Directors then considered the Motion in Limine filed by NACI which requested that certain third party communications, offered anonymously by a non-party competitor, be excluded from the record in this case. The Motion also requested that any discussion of the substance of these communications be held off of the record, or in the alternative that the portion of the transcript reflecting such discussions be sealed pursuant to a protective order. Counsel for PV Tel, who had been granted limited intervention at the Conference, admitted that the information had been offered by his client with the intent that it would have a negative impact on NACI's application. NACI and PV Tel are seeking to provide competitive service in upper east

Tennessee.

The Directors also discussed the third party communication and its possible exclusion as requested by Applicant in its Motion in Limine. The Directors remarked that the information may or may not be relevant at the upcoming hearing. Counsel for PV Tel stated that he did not object to the Motion, and that he did not intend on discussing the substance of the communications during his cross-examination of NACI's witnesses at the upcoming hearing. Counsel for PV Tel also offered to withdraw the communication in question, in order to dispose of any potential ex parte issues. Counsel for NACI agreed to such a withdrawal.

The Directors inquired about the upcoming stock purchase of NACI's parent company, NetAccess, Inc. Counsel for NACI indicated that CFW Communications, Inc. ("CFW") had exercised its option to purchase 100% of the remaining outstanding stock and will be the sole owner of the stock of NetAccess, Inc., the parent company of NACI upon consummation of the purchase. The Directors remarked that there was not sufficient information concerning the financial capabilities of CFW in the record for the application to move forward. NACI responded that it had disclosed information regarding the option of CFW in prior filings with the Authority and had fully responded to all data requests issued by Staff regarding the acquisition. However, the Directors determined that they did not possess adequate information concerning CFW. Accordingly, data requests concerning the financial capabilities of CFW were orally issued by Staff and the Directors. NACI agreed to provide responses to the data requests immediately.

Due to the lack of information concerning CFW, the need for Staff and the Directors to review the information to be submitted, and the unavailability of Director Kyle for a possible

hearing on the afternoon of July 28, 1999, the Directors agreed that the hearing should be rescheduled for Tuesday, August 3, 1999 at 9:00 a.m. Director Kyle noted that she was in favor of expanding the options for consumers in this underserved area.

IT IS THEREFORE ORDERED THAT:

1. The Motion in Limine is denied.
2. The Motion to Re-schedule for 10:00 a.m. on July 28, 1999 is denied.
3. The hearing on NACI's application is rescheduled for Tuesday, August 3, 1999 at 9:00 a.m.
4. NACI is to file responses on July 27, 1999 to the data requests issued by Staff and the Directors at the Pre-Hearing Conference.
5. Counsel for PV Tel of Tennessee is to withdraw the third party communications submitted to the TRA Staff.

CHAIRMAN MELVIN J. MALONE

DIRECTOR H. LYNN GREER, JR.

DIRECTOR SARA KYLE

ATTEST:

EXECUTIVE SECRETARY